



**GENERAL SESSION MINUTES OF THE BOARD OF DIRECTORS MEETING OF ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.**

8000 Metropolis Drive (Building E), Suite 100, Boardroom B  
Austin, Texas 78744  
April 18, 2023

Pursuant to notice duly given, the meeting of the Board of Directors (Board) of Electric Reliability Council of Texas, Inc. (ERCOT) convened on the above-referenced date.

**Meeting Attendance:**

**Board Members:**

<b>Director</b>	<b>Affiliation/Role (if any)</b>	<b>Voting Category</b>
Aguilar, Carlos	N/A	Voting
England, Julie	N/A	Voting
Flexon, Bob	N/A	Voting
Flores, Bill (Vice Chair)	N/A	Voting
Foster, Paul (Chair)	N/A	Voting
Heeg, Peggy	N/A	Voting
Hjaltman, Courtney	Office of Public Utility Counsel (OPUC), Public Counsel	Voting
Lake, Peter	Public Utility Commission of Texas (PUCT, Commission), Chairman	Non-Voting
Swainson, John	N/A	Voting
Vegas, Pablo	ERCOT President and Chief Executive Officer (CEO)	Non-Voting

**Officers and Guests:**

<b>Officer/Guest</b>	<b>Role</b>
Black, Robert	ERCOT Vice President of Public Affairs
Cobos, Lori	PUCT Commissioner
Day, Betty	ERCOT Vice President of Security and Compliance and Chief Compliance Officer
Gordon, David	PUCT Legal Adviser, Commission Chairman Peter Lake
Hobbs, Kristi	ERCOT Vice President of Corporate Strategy and PUC Relations
Levine, Jonathan	ERCOT Assistant General Counsel and Assistant Corporate Secretary
McAdams, Will	PUCT Commissioner



Ögelman, Kenan	ERCOT Vice President of Commercial Operations
Parakkuth, Jayapal	ERCOT Vice President and Chief Information Officer
Rainwater, Kim	ERCOT Corporate Counsel
Rejino, Tara	PUCT Chief of Staff, Commission Chairman Peter Lake
Rickerson, Woody	ERCOT Vice President of System Planning and Weatherization
Rychetsky, Penny	ERCOT Director of Internal Audit
Seely, Chad V.	ERCOT Senior Vice President, General Counsel and Corporate Secretary
Smith, Caitlin	Jupiter Power LLC, TAC Vice Chair
Spak, Mara	ERCOT Vice President of Human Resources
Tamby, Jeyant	ERCOT Senior Vice President, Chief Administrative Officer and Chief of Staff
Taylor, Sean	ERCOT Vice President and Chief Financial Officer
Woodfin, Dan	ERCOT Vice President of System Operations
Zerwas, Rebecca	ERCOT State Policy Principal and Board Liaison

### **Call General Session to Order (Agenda Item 1)**

Paul Foster, Board Chair, determined that a quorum was present and called the Board meeting to order at approximately 12:54 p.m.

Chair Foster recognized Peter Lake, Chairman of the PUCT. Chairman Lake called an Open Meeting of the Commission to order to consider matters that had been duly posted with the Texas Secretary of State for April 18, 2023.

Chair Foster highlighted the Antitrust Admonition. He addressed the following Agenda Items in the order below.

### **Notice of Public Comment, if Any (Agenda Item 2)**

Chair Foster announced that on the agenda for the meeting, which was posted publicly on April 11, 2023, ERCOT had provided instructions for members of the public who were interested in commenting in person and that to date no individuals had expressed interest in commenting, which Chad Seely confirmed.

### **Consent Agenda; Unopposed Revision Requests Recommended by TAC for Approval (Agenda Items 3, 3.1 and 3.1.1 – 3.1.13)**

Chair Foster presented the Consent Agenda. Mr. Seely reviewed the cost impacts of the Revision Requests on the Consent Agenda. Chair Foster entertained a motion to approve the Consent Agenda as follows:

- NPRR1145, Use of State Estimator-Calculated ERCOT-Wide TLFs in Lieu of Seasonal Base Case ERCOT-Wide TLFs for Settlement;
- NPRR1155, Attestation Regarding Market Participant Citizenship, Ownership, or Headquarters;
- NPRR1157, Incorporation of PUCT Approval into Revision Request Process;
- COPMGR049, Related to NPRR1157, Incorporation of PUCT Approval into Revision Request Process – URGENT;





- LPGRR071, Reduced Timing Requirement for Submittal of Usage and Demand Values by Opt-In Entities – URGENT;
- LPGRR072, Related to NPRR1157, Incorporation of PUCT Approval into Revision Request Process – URGENT;
- NOGRR248, Related to NPRR1157, Incorporation of PUCT Approval into Revision Request Process – URGENT;
- OBDRR044, Related to NPRR1085, Ensuring Continuous Validity of Physical Responsive Capability (PRC) and Dispatch through Timely Changes to Resource Telemetry and Current Operating Plans (COPs);
- PGRR104, Related to NPRR1157, Incorporation of PUCT Approval into Revision Request Process – URGENT;
- RMGRR173, Related to NPRR1157, Incorporation of PUCT Approval into Revision Request Process – URGENT;
- RRGRR034, Related to NPRR1157, Incorporation of PUCT Approval into Revision Request Process – URGENT;
- SMOGRR026, Related to NPRR1157, Incorporation of PUCT Approval into Revision Request Process – URGENT; and
- VCMRR036, Related to NPRR1157, Incorporation of PUCT Approval into Revision Request Process – URGENT.

**Julie England moved to recommend approval of the Consent Agenda as presented. Board Vice Chair Bill Flores seconded the motion. The motion passed by unanimous voice vote with no abstentions.**

#### **February 28, 2023 General Session Meeting Minutes (Agenda Item 4)**

Chair Foster entertained a motion to approve the February 28, 2023 General Session Meeting Minutes (Minutes).

**Peggy Heeg moved to approve the Minutes as presented. Courtney Hjaltman seconded the motion. The motion passed by unanimous voice vote with no abstentions.**

#### **CEO Update (Agenda Item 5)**

Pablo Vegas presented the CEO Update. Mr. Vegas highlighted the increasing frequency of Advance Action Notices (AANs), another indication of the narrowing dispatchable generation reserve relative to demand growth, and recognized ERCOT employees for their work on the Aggregate Distributed Energy Resource (ADER) Pilot Project, Quarterly Stability Analysis (QSA) Queue Project, and Intranet/SharePoint Project final migration.

#### **Independent Market Monitor (IMM) Report (Agenda Item 6)**

The IMM did not present a report to the Board.

#### **TAC Report (Agenda Item 7)**

Caitlin Smith, TAC Vice Chair, presented the TAC Report. Ms. Smith highlighted TAC's formation on March 21, 2023 of the Credit Finance Sub Group (CFSG), comprised of qualified credit professionals, and TAC's recommendation to endorse ERCOT staff's proposal for a Phase 2 Market Redesign bridge solution.



**Finance and Audit (F&A) Committee Report; Acceptance of ERCOT Consolidated Financial Statements Audit Report; Acceptance of Texas Electric Market Stabilization Funding M LLC Financial Statements Audit Report; Acceptance of Texas Electric Market Stabilization Funding N LLC Financial Statements Audit Report (Agenda Items 8 and 8.1 – 8.3)**

Vice Chair Flores, F&A Committee Chair, reported that the F&A Committee met earlier in the day and highlighted items discussed at the F&A Committee meeting, including the Committee's recommendation that the Board accept the audited financials and Financial Statements Audit Reports for ERCOT, Inc. consolidated, Texas Electric Market Stabilization Funding M LLC (TEMSFM), and Texas Electric Market Stabilization Funding N LLC (TEMSFN).

**Vice Chair Flores moved to accept the audited financials and Financial Statements Audit Reports for (1) ERCOT, Inc. consolidated; (2) TEMSFM; and (3) TEMSFN, each as recommended by the F&A Committee. Carlos Aguilar seconded the motion. The motion passed by unanimous voice vote with no abstentions.**

**Human Resources and Governance (HR&G) Committee Report; 2024 ERCOT Board Meeting and Annual Meeting Schedule (Agenda Items 9 and 9.1)**

Ms. Heeg, HR&G Committee Chair, reported that the HR&G Committee met the prior day and highlighted items discussed at the HR&G Committee meeting, including reports on retirement and health and welfare.

Ms. Heeg reported on the development process for ERCOT's next Strategic Plan. Ms. Heeg recommended, based on the Strategic Plan's importance, that the Board instruct TAC Representatives to work with their respective Segments to gather input for upcoming Segment meetings in May and June and to focus on strategic input rather than day-to-day issues that may arise with the organization. Ms. Heeg invited Board member feedback on the Strategic Plan development process.

Ms. Heeg presented the Committee's recommendation regarding the 2024 ERCOT Board Meeting and Annual Meeting Schedule (Schedule).

**Ms. Heeg moved to approve the Schedule as recommended by the HR&G Committee. Bob Flexon seconded the motion. The motion passed by unanimous voice vote with no abstentions.**

**Reliability and Markets (R&M) Committee Report; Phase 2 Market Redesign – Bridging Solutions; Real-Time Market Price Correction – Generic Transmission Constraint (GTC) Calculation Error (Agenda Items 10 and 10.1 – 10.2)**

Chair Foster recognized the Board received a letter from OhmConnect Energy regarding TAC's recommendation on a Phase 2 Market Redesign bridging solution.

Bob Flexon, Chair of the R&M Committee, reported the Committee met the previous day and highlighted items discussed at the R&M Committee meeting, including that the Committee received reports from ERCOT staff and TAC on a Phase 2 Market Redesign bridging solution.





He reported that the Committee voted to recommend ERCOT staff's proposed solution, which TAC endorsed. Mr. Flexon also highlighted the Committee's recommendation that the Board approve the Real-Time Market (RTM) Price Correction – GTC Calculation Error as presented by ERCOT staff.

**Mr. Flexon moved to approve the ERCOT staff-endorsed Phase 2 Market Redesign – Bridging Solution as ERCOT's preferred bridge solution to recommend to the PUCT, as recommended by the R&M Committee. John Swainson seconded the motion. The motion passed by unanimous voice vote with one abstention (Ms. Hjaltman).**

**Mr. Flexon moved that the Board (1) determine that Real-Time Locational Marginal Prices (RTLMPs), Real-Time Settlement Point Prices (RTSPPs), Real-Time Price for Energy Metered for Resources (RTRMPRs), and Real-Time Price for Energy Metered for Settlement Only Generators (RTESOGPRs) for certain Settlement Intervals on Operating Day February 5, 2023, were affected by a software calculation error; and (2) direct ERCOT staff to implement the appropriate price corrections pursuant to Protocol Section 6.3, Adjustment Period and Real-Time Operations Timeline, as recommended by the R&M Committee. Mr. Swainson seconded the motion. The motion passed by unanimous voice vote with no abstentions.**

#### **Other Business (Agenda Item 11)**

No other business was discussed at this time.

#### **Executive Session; Vote on Matters from Executive Session (Agenda Item 12)**

Chair Foster recessed General Session at approximately 1:26 p.m. and convened Executive Session at approximately 1:35 p.m. Chair Foster reconvened General Session at approximately 4:07 p.m.

Chair Foster entertained one motion for three matters discussed during Executive Session.

**Vice Chair Flores moved to select Baker Tilly US, LLP as the qualified public accounting firm to perform the following for the year ending December 31, 2023: (1) the financial statements audit, servicer's certificate report, and Form 990 review for ERCOT, Inc.; (2) the financial statements audit and consolidation procedures for TEMSFM; and (3) the financial statements audit and consolidation procedures for TEMSFN. Ms. England seconded the motion. The motion passed by unanimous voice vote with no abstentions.**

#### **Adjournment (Agenda Item 13)**

Chair Foster adjourned the meeting at approximately 4:08 p.m.



Board materials and presentations from the meeting are available on ERCOT's website at <https://www.ercot.com/committees/board>.

A handwritten signature in blue ink, appearing to read "Jonathan M. Levine".

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Jonathan M. Levine  
Assistant Corporate Secretary